

Exhibit E2

McGUIREWOODS

Dion W. Hayes
804.775.1144

One James Center
901 East Cary Street
Richmond, VA 23219-4030

July 9, 2009

REMITTANCE COPY
PLEASE RETURN WITH PAYMENT
DIRECT ACCOUNTING INQUIRIES TO (804) 775-1601 or (800) 775-2202

INVOICE NO. 91157418

Circuit City Stores, Inc.
4951 Lake Brook Drive
Glen Allen, VA 23060

TAX ID NO. 54-0505857

JOINT GROUP #2055557

Balance Forward from Prior Invoices: \$340,578.48
(*IF BALANCE FORWARD PREVIOUSLY PAID, PLEASE DISREGARD*)

Current Invoice:

Current Fees:	\$280,523.50
Current Disbursements:	<u>\$8,583.72</u>
Current Invoice Total:	<u>\$289,107.22</u>

Total Balance Due:

\$629,685.70

PLEASE REMIT PAYMENT TO THE FOLLOWING ADDRESS:

McGuireWoods LLP
Attn: Accounts Receivable
901 E. Cary Street
Richmond, VA 23219-4030

PAYMENT IN FULL IS DUE UPON PRESENTATION

McGRIEWOODS

Dion W. Hayes
804.775.1144

One James Center
901 East Cary Street
Richmond, VA 23219-4030

July 9, 2009

Circuit City Stores, Inc.
4951 Lake Brook Drive
Glen Allen, VA 23060

Bill Through: 06/30/09

INVOICE NO. 91157418

TAX ID NO. 54-0505857

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:

Re: General Case Administration
Our File No. 2055557-0010
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

06/01/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy cases and related issues and review and analyze multiple documents and pleadings regarding same	Daniel F. Blanks	1.50 hours at 375.00 per hour.	\$562.50
06/01/09	Monitor calls from hot line and revise log of hot line calls	Frances C. Smith	5.80 hours at 215.00 per hour.	\$1,247.00
06/01/09	Prepare agenda and documents for 6/3/2009 hearing (1.6); review, prepare responses to garnishment requests and update tracking chart (2.6)	Linda J. Neilson	4.20 hours at 185.00 per hour.	\$777.00
06/02/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy cases and related issues and review documents and other materials regarding same	Daniel F. Blanks	2.10 hours at 375.00 per hour.	\$787.50

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06/02/09	Monitor calls from hot line and revise log of hot line calls Frances C. Smith	3.10 hours at 215.00 per hour.	\$666.50
06/02/09	Review and prepare responses to garnishment requests Linda J. Neilson	.80 hours at 185.00 per hour.	\$148.00
06/02/09	Assist with hearing preparations (.7); work on lease auction details (.9) Karen B. Cain	1.60 hours at 195.00 per hour.	\$312.00
06/03/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy cases and related issues and review and analyze material regarding same Daniel F. Blanks	1.50 hours at 375.00 per hour.	\$562.50
06/03/09	Monitor calls from hot line and revise log of hot line calls Frances C. Smith	.70 hours at 215.00 per hour.	\$150.50
06/03/09	Retrieve and organize omnibus objections and responses (.9); prepare documents for 6/9/09 hearing (.8); retrieve and review documents from CSC (.6) Linda J. Neilson	2.30 hours at 185.00 per hour.	\$425.50
06/03/09	Work on auction preparations (2.1); work on exhibits for emergency hearing (3.4); attend emergency hearing and assist with exhibits (1.1) Karen B. Cain	6.60 hours at 195.00 per hour.	\$1,287.00
06/04/09	Monitor calls from hot line and revise log of hot line calls Frances C. Smith	1.10 hours at 215.00 per hour.	\$236.50
06/04/09	Retrieve and organize omnibus objections and responses (.8); prepare documents for 6/9/09 hearing (.7); retrieve and review requests for garnishment, subpoenas and complaints (1.1) Linda J. Neilson	2.60 hours at 185.00 per hour.	\$481.00

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06/05/09 Review and revised agenda for hearing on 6/9 and e-mails with debtors professionals and client regarding same (.9); several telephone conferences with creditors and creditors counsel regarding responses to pending omnibus claim objections (.6); telephone conference with agencies regarding payment of restitution claims in pending criminal actions (.3)
Douglas M. Foley 1.80 hours at 550.00 per hour. \$990.00

06/05/09 Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy cases and related issues and review and analyze issues regarding same and review documents regarding same
Daniel F. Blanks 2.10 hours at 375.00 per hour. \$787.50

06/05/09 Prepare documents for 6/9/09 hearing (.9); revise and prepare 6/9/09 hearing agenda for filing (1.8); review docket and retrieve responses to omnibus objections (.4); teleconferences regarding response to complaint filed in Ohio by Memoli (.1)
Linda J. Neilson 3.20 hours at 185.00 per hour. \$592.00

06/08/09 Review agenda and prepare for omnibus hearing on June 9th and e-mails with client and debtors professionals regarding same
Douglas M. Foley 1.60 hours at 550.00 per hour. \$880.00

06/08/09 Multiple telephone conferences and e-mails with client, debtors' professionals and parties in interest regarding bankruptcy cases and related issues and research issues regarding same (2.2); multiple telephone conferences and e-mails with parties regarding June 9, 2009 omnibus hearing (1.2)
Daniel F. Blanks 3.60 hours at 375.00 per hour. \$1,350.00

06/08/09 Review, retrieve and organize responses to omnibus objections (1.0); revise tracking chart regarding same (.8)
Linda J. Neilson 1.80 hours at 185.00 per hour. \$333.00

06/08/09 Omnibus hearing preparation (1.1); coordinate property management deposition arrangements (1.7); work on exhibits for sublease objection (2.2); prepare binders for cross examination (2.7)
Karen B. Cain 7.70 hours at 195.00 per hour. \$1,501.50

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06/08/09 Research tax identification number for
Courchevel, LLC
Heather M. Enderle .70 hours at 150.00 per hour. \$105.00

06/09/09 Prepare for and attend omnibus hearings for
June 9th agenda and meetings with client and
debtors professionals regarding same (2.4);
several e-mails after hearing regarding
follow-up on form of orders and submission of
same (1.2)
Douglas M. Foley 3.60 hours at 550.00 per hour. \$1,980.00

06/09/09 Multiple telephone conferences and e-mails with
parties regarding bankruptcy cases and related
issues (1.5); draft, revise and submit multiple
orders, notices and exhibits regarding June 9th
omnibus hearing (2.3)
Daniel F. Blanks 3.80 hours at 375.00 per hour. \$1,425.00

06/09/09 Review, retrieve and organize filings from CSC
(1.1); prepare responses to garnishments (1.3)
Linda J. Neilson 2.40 hours at 185.00 per hour. \$444.00

06/09/09 Final preparation on omnibus hearing binders
and exhibits (3.4); omnibus hearing (2.9); work
with cross examination exhibits (2.1)
Karen B. Cain 8.40 hours at 195.00 per hour. \$1,638.00

06/10/09 Multiple telephone conferences and e-mails with
creditors and parties in interest regarding
bankruptcy cases, claim objections and related
issues and review and analyze claims,
pleadings, notices, orders and other material
regarding same
Daniel F. Blanks 2.70 hours at 375.00 per hour. \$1,012.50

06/10/09 Respond to e-mails from D. Blanks and B. James;
locate file and organizational information
regarding Courchevel LLC
Janis A. Paiva .90 hours at 255.00 per hour. \$229.50

06/10/09 Prepare chart for items set for 6/23/09 hearing
and circulate (2.0); review requests and
prepare responses (garnishments, subpoenas,
etc.) (3.1)
Linda J. Neilson 5.10 hours at 185.00 per hour. \$943.50

06/10/09 Research multiple subsidiaries for status and
state standing
Karen B. Cain .90 hours at 195.00 per hour. \$175.50

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06/11/09 Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy cases and related issues and review and analyze claims, pleadings, notices, and other documentation regarding same
Daniel F. Blanks 2.50 hours at 375.00 per hour. \$937.50

06/11/09 Review requests and prepare responses (garnishments, subpoenas, etc.)
Linda J. Neilson 3.80 hours at 185.00 per hour. \$703.00

06/11/09 Research claims register of administrative claims (.9); create spreadsheet of administrative claims (.8); research priority claims (.4)
Karen B. Cain 2.10 hours at 195.00 per hour. \$409.50

06/12/09 Review draft agenda for 6/23 matters and e-mails with client and debtors professionals regarding same
Douglas M. Foley .40 hours at 550.00 per hour. \$220.00

06/12/09 Multiple telephone conferences with creditors and parties in interest regarding bankruptcy cases and related issues and e-mails with parties and debtors' professionals regarding same and related issues
Daniel F. Blanks 2.40 hours at 375.00 per hour. \$900.00

06/14/09 E-mails with parties in interest regarding bankruptcy cases and related issues and review material regarding same
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

06/15/09 Multiple e-mails and telephone conferences with debtors' professionals and creditors and parties in interest regarding bankruptcy cases and related issues and analyze issues regarding same
Daniel F. Blanks 1.60 hours at 375.00 per hour. \$600.00

06/15/09 Review and revise omni objections chart and update binders regarding same (2.9); retrieve requests and prepare responses to garnishments, subpoenas and summons (2.0)
Linda J. Neilson 4.90 hours at 185.00 per hour. \$906.50

06/15/09 Research bankruptcy docket and filings (1.2); work on case calendar for professionals (.9)
Karen B. Cain 2.10 hours at 195.00 per hour. \$409.50

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06/16/09 E-mails and telephone conferences with parties in interest and creditors regarding bankruptcy cases and related issues
Daniel F. Blanks 1.50 hours at 375.00 per hour. \$562.50

06/16/09 Monitor calls from hot line and revise log of hot line calls
Frances C. Smith 3.40 hours at 215.00 per hour. \$731.00

06/16/09 Review and revise omni objections chart and update binders regarding same (1.3); prepare responses to garnishments, subpoenas and summons (3.6)
Linda J. Neilson 4.90 hours at 185.00 per hour. \$906.50

06/16/09 Obtain certified order for professionals (.9); analyze documents for production processing (1.3); telephone calls and e-mail to and from vendors regarding processing documents for electronic review (1.1)
Karen B. Cain 3.30 hours at 195.00 per hour. \$643.50

06/17/09 Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy cases and related issues and review and analyze documents and claims regarding same
Daniel F. Blanks 2.50 hours at 375.00 per hour. \$937.50

06/17/09 Return creditor telephone calls
Kathleen A. Walker 1.40 hours at 225.00 per hour. \$315.00

06/17/09 Prepare responses to garnishments, subpoenas, etc. (2.3); prepare automatic stay violation letter regarding Memoli (.5); revise omni objections chart and binders (1.3)
Linda J. Neilson 4.10 hours at 185.00 per hour. \$758.50

06/18/09 Multiple telephone conferences and e-mails with parties regarding bankruptcy cases and related issues and review and analyze issues regarding same
Daniel F. Blanks 2.20 hours at 375.00 per hour. \$825.00

06/18/09 Chart telephone calls and issues to be resolved (.6); return creditor telephone calls (.7)
Kathleen A. Walker 1.30 hours at 225.00 per hour. \$292.50

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06/18/09 Prepare documents for 6/23/08 hearing (2.3);
revise omni objections tracking chart (1.1);
correspondence regarding 6/23/09 hearing agenda
(.6)
Linda J. Neilson 4.00 hours at 185.00 per hour. \$740.00

06/19/09 Review and revise agenda for 6/23 and e-mails
and telephone calls with client and debtors
professionals regarding same (.8); review and
revise scripts for creditors and vendor calls
(.3)
Douglas M. Foley 1.10 hours at 550.00 per hour. \$605.00

06/19/09 Multiple e-mails and telephone calls with
parties regarding bankruptcy cases and related
issues and review documents, pleadings, notices
and other documentation regarding same
Daniel F. Blanks 1.10 hours at 375.00 per hour. \$412.50

06/19/09 Return creditor telephone calls
Kathleen A. Walker 1.30 hours at 225.00 per hour. \$292.50

06/19/09 Review and prepare hearing agenda for 6/23/2009
Linda J. Neilson 2.10 hours at 185.00 per hour. \$388.50

06/21/09 Multiple telephone conferences with parties
regarding bankruptcy cases and related issues
Daniel F. Blanks .50 hours at 375.00 per hour. \$187.50

06/21/09 Return creditor telephone calls
Kathleen A. Walker .50 hours at 225.00 per hour. \$112.50

06/21/09 Prepare documents for 6/23/2009 hearing
Linda J. Neilson 1.90 hours at 185.00 per hour. \$351.50

06/22/09 Review agenda and pleadings and prepare for
presentation and contested matters at omnibus
hearing on June 23rd and numerous e-mails with
client and debtors professionals regarding
status of various matters
Douglas M. Foley 3.90 hours at 550.00 per hour. \$2,145.00

06/22/09 Multiple telephone conferences and e-mails with
claimants and parties in interest regarding
bankruptcy cases and related issues and review
and analyze matters regarding same
Daniel F. Blanks 2.50 hours at 375.00 per hour. \$937.50

06/22/09 Monitor creditor hotline (1.6); chart telephone
calls and issues to be resolved (2.0)
Nancy S. von Bargen 3.60 hours at 220.00 per hour. \$792.00

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06/22/09	Prepare responses to garnishments, subpoenas and summons Linda J. Neilson 1.00 hours at 185.00 per hour.	\$185.00
06/22/09	Work on omnibus hearing binders (.9); prepare documents for exhibit use during omnibus arguments (1.3) Karen B. Cain 2.20 hours at 195.00 per hour.	\$429.00
06/23/09	Prepare for and attend omni hearings, meeting with client and review and revise orders regarding same Douglas M. Foley 4.60 hours at 550.00 per hour.	\$2,530.00
06/23/09	Prepare for and participate in June 23, 2009 omnibus hearing and review and analyze multiple pleadings, orders, notices, and other documentation regarding same and draft, revise, prepare, and submit orders regarding same (3.8); multiple telephone conferences with parties regarding bankruptcy cases and related issues (1.7) Daniel F. Blanks 5.50 hours at 375.00 per hour.	\$2,062.50
06/23/09	Monitor creditor hotline (.7); chart telephone calls and issues to be resolved (.7); return creditor telephone calls (1.0) Nancy S. von Bargen 2.40 hours at 220.00 per hour.	\$528.00
06/23/09	Prepare responses to garnishments, subpoenas and summons Linda J. Neilson 3.20 hours at 185.00 per hour.	\$592.00
06/23/09	Prepare exhibits and binders for omnibus hearing (4.7); assist with omnibus hearing documents (3.6) Karen B. Cain 8.30 hours at 195.00 per hour.	\$1,618.50
06/24/09	E-mails and telephone conferences with parties regarding bankruptcy cases and related issues Daniel F. Blanks 1.60 hours at 375.00 per hour.	\$600.00
06/24/09	Monitor creditor hotline (.4); chart telephone calls and issues to be resolved (2.5); return creditor telephone calls (.7) Nancy S. von Bargen 3.60 hours at 220.00 per hour.	\$792.00
06/24/09	Review bankruptcy docket and prepare copies of proofs of claim D. Morrison de Lopez 3.20 hours at 195.00 per hour.	\$624.00

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06/24/09 Review and prepare 7/6 hearing items chart for circulation (1.3); prepare responses to garnishments, subpoenas and summons (3.5)
Linda J. Neilson 4.80 hours at 185.00 per hour. \$888.00

06/24/09 Creditors' hotline training session for professionals (.9); review multiple response scripts (.7); work and telephone conference with transcriber regarding transcripts, transmission and other related issues (1.1)
Karen B. Cain 2.70 hours at 195.00 per hour. \$526.50

06/25/09 Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy cases and related issues and review material regarding same (1.8); e-mails with KCC regarding service of entered orders (.4)
Daniel F. Blanks 2.20 hours at 375.00 per hour. \$825.00

06/25/09 Monitor creditor hotline (.2); chart telephone calls and issues to be resolved (.7); return creditor telephone calls (.3)
Nancy S. von Bargen 1.20 hours at 220.00 per hour. \$264.00

06/25/09 Prepare responses to garnishments, subpoenas and summons
Linda J. Neilson 3.20 hours at 185.00 per hour. \$592.00

06/26/09 Multiple telephone conferences and e-mails with parties in interest and creditors regarding bankruptcy case and related issues
Daniel F. Blanks 3.10 hours at 375.00 per hour. \$1,162.50

06/26/09 Prepare responses to garnishments, subpoenas and summons
Linda J. Neilson 2.80 hours at 185.00 per hour. \$518.00

06/29/09 Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy cases and related issues and review and analyze multiple issues regarding same
Daniel F. Blanks 1.60 hours at 375.00 per hour. \$600.00

06/29/09 Monitor creditor hotline (.2); chart telephone calls and issues to be resolved (.9); return creditor telephone calls (.9)
Nancy S. von Bargen 2.00 hours at 220.00 per hour. \$440.00

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06/30/09 Review and revise draft agenda for July 6th hearing and e-mails with debtors professionals regarding same and status of matters
Douglas M. Foley .70 hours at 550.00 per hour. \$385.00

06/30/09 Multiple telephone conferences with parties in interest regarding bankruptcy cases and related issues and review documents and pleadings regarding same (.6); draft, revise and submit orders (.5)
Daniel F. Blanks 1.10 hours at 375.00 per hour. \$412.50

06/30/09 Telephone call to case administrator regarding trial exhibits (.2); transcript of hearing to professionals (.1)
Karen B. Cain .30 hours at 195.00 per hour. \$58.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	17.7	\$9,735.00
Daniel F. Blanks	\$375.00	50.0	\$18,750.00
Janis A. Paiva	\$255.00	0.9	\$229.50
Kathleen A. Walker	\$225.00	4.5	\$1,012.50
Nancy S. von Bargen	\$220.00	12.8	\$2,816.00
Frances C. Smith	\$215.00	14.1	\$3,031.50
Diane E. Morrison de Lopez	\$195.00	3.2	\$624.00
Karen B. Cain	\$195.00	46.2	\$9,009.00
Linda J. Neilson	\$185.00	63.1	\$11,673.50
Heather M. Enderle	\$150.00	0.7	\$105.00
TOTAL FEES		213.2	\$56,986.00

Re: Monthly Operating Reports
Our File No. 2055557-0060
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

06/15/09 Review, analyze and file monthly operating report and e-mails with client and debtors' professionals regarding same
Daniel F. Blanks .70 hours at 375.00 per hour. \$262.50

Timekeeper	Rate/HR	Hours	Fees
Daniel F. Blanks	\$375.00	0.7	\$262.50
TOTAL FEES		0.7	\$262.50

Re: Professional Retention/Fee Applications
Our File No. 2055557-0070
Circuit City Contact Michelle Mosier

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McGuireWoods Contact Douglas M. Foley

06/02/09 Review interim compensation order and e-mails with debtors' professionals regarding same
Daniel F. Blanks .50 hours at 375.00 per hour. \$187.50

06/10/09 Review invoices and other material and draft McGuireWoods fee application and e-mails with parties regarding same
Daniel F. Blanks 1.30 hours at 375.00 per hour. \$487.50

06/11/09 Begin review and analysis of issues relating to second interim fee application process, and scheduling, and review and revised May fee statements and e-mails with debtors professionals and client regarding same
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

06/11/09 Continue draft McGuireWoods fee application and e-mails and telephone conference with other debtors' professionals regarding same
Daniel F. Blanks 1.80 hours at 375.00 per hour. \$675.00

06/14/09 Continue draft and revise McGuireWoods fee application and multiple e-mails with debtors' professionals regarding same and other applications and related issues
Daniel F. Blanks 2.10 hours at 375.00 per hour. \$787.50

06/15/09 Continue review and revision of debtors professionals fee applications
Douglas M. Foley 1.40 hours at 550.00 per hour. \$770.00

06/15/09 Draft, revise and file fee applications for debtor's professionals and review and analyze material regarding same and multiple telephone conferences and e-mails with debtors' professionals regarding same
Daniel F. Blanks 4.90 hours at 375.00 per hour. \$1,837.50

06/15/09 Review, draft and revise pleadings and notice for debtors' professionals fee application and related issues
Erin Q. Ashcroft 5.50 hours at 300.00 per hour. \$1,650.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	2.3	\$1,265.00
Daniel F. Blanks	\$375.00	10.6	\$3,975.00
Erin Q. Ashcroft	\$300.00	5.5	\$1,650.00
TOTAL FEES		18.4	\$6,890.00

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Re: Creditors Committee
Our File No. 2055557-0080
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

06/16/09	Analyze issues relating to subpoena for board minute documents and begin review of same in preparation for document production Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
06/16/09	Telephone calls and e-mails regarding response to subpoena Anne Bentley McCray .80 hours at 500.00 per hour.	\$400.00
06/16/09	Conference with in-house counsel regarding creditors committee subpoena and analyze strategies regarding same and related issues Daniel F. Blanks .90 hours at 375.00 per hour.	\$337.50
06/16/09	Prepare meeting minutes for production Wanda C. Bailey .30 hours at 175.00 per hour.	\$52.50
06/17/09	E-mails regarding summation and document production protocol for committee subpoena for board minutes Douglas M. Foley .60 hours at 550.00 per hour.	\$330.00
06/17/09	Telephone conferences and e-mails with debtors' professionals regarding subpoena and related issues Daniel F. Blanks .90 hours at 375.00 per hour.	\$337.50
06/17/09	Assist with document review and production (1.0); meeting and telephone conference with scanning vendors (.8) Gloria K. Dagrosa 1.80 hours at 225.00 per hour.	\$405.00
06/17/09	Work on document production to comply with subpoena (3.9); meeting with vendors regarding preparation of electronic documents from hard copies (.7); work on box logs for document production (2.8); meeting with professionals regarding prior production (.9) Karen B. Cain 8.30 hours at 195.00 per hour.	\$1,618.50
06/17/09	Summation accounts and restrictions Cynthia D. Fallen .60 hours at 90.00 per hour.	\$54.00

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06/17/09	Assist with electronic document review project Kathryn C. Morrison 5.40 hours at 75.00 per hour.	\$405.00
06/17/09	Assist with Summation and document review Cuong Luong 2.20 hours at 75.00 per hour.	\$165.00
06/17/09	Prepare meeting minutes for review and prepare production set and quality check production discs Wanda C. Bailey 1.70 hours at 175.00 per hour.	\$297.50
06/17/09	Load data into new Summation database (.5); e-mails to and from K. Cain and vendors regarding same (.5) Patricia C. Anderson 1.00 hours at 125.00 per hour.	\$125.00
06/18/09	E-mails regarding protocol for privilege review of board minutes Douglas M. Foley .30 hours at 550.00 per hour.	\$165.00
06/18/09	Prepare for document review and production and attend training Anne Bentley McCray 2.70 hours at 500.00 per hour.	\$1,350.00
06/18/09	Set up document review and document review training Cristin K. Traylor 1.40 hours at 395.00 per hour.	\$553.00
06/18/09	Multiple e-mails and telephone conferences with parties regarding subpoena from creditors committee and e-mails and telephone conferences with debtors' professionals regarding same and prepare for and participate in telephone conference regarding same Daniel F. Blanks 1.60 hours at 375.00 per hour.	\$600.00
06/18/09	Phone call briefing project and review project materials Zach Miller 1.90 hours at 365.00 per hour.	\$693.50
06/18/09	Attend training for review of document in response to creditors' committee subpoena and review guidelines and other information in connection with same Jacob P. Hildner 1.20 hours at 395.00 per hour.	\$474.00
06/18/09	Assist with document review and production Gloria K. Dagrosa 2.70 hours at 225.00 per hour.	\$607.50

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06/18/09	Assist with preparing electronic document for review prior to production pursuant to subpoena Karen B. Cain	6.60 hours at 195.00 per hour.	\$1,287.00
06/18/09	Summation accounts and restrictions and review documents Cynthia D. Fallen	.40 hours at 90.00 per hour.	\$36.00
06/18/09	Assist with scanning and review of meeting minutes for production to non-secured creditors Wanda C. Bailey	4.30 hours at 175.00 per hour.	\$752.50
06/18/09	Load data into Summation and review database and e-mails regarding same Patricia C. Anderson	1.20 hours at 125.00 per hour.	\$150.00
06/18/09	Copy new data for Summation Patricia C. Anderson	.30 hours at 125.00 per hour.	\$37.50
06/19/09	Consult regarding document review and production Anne Bentley McCray	.70 hours at 500.00 per hour.	\$350.00
06/19/09	Review and analyze minutes regarding subpoena from unsecured creditors committee and prepare for and participate in telephone conference regarding same and analyze issues regarding same Daniel F. Blanks	2.60 hours at 375.00 per hour.	\$975.00
06/19/09	Review documents for privilege in response to creditors' committee subpoena Zach Miller	2.90 hours at 365.00 per hour.	\$1,058.50
06/19/09	Review documents for privilege in response to creditors' committee subpoena Jacob P. Hildner	3.00 hours at 395.00 per hour.	\$1,185.00
06/19/09	Review documents for responsiveness and privilege Eric C. Roberson	3.60 hours at 340.00 per hour.	\$1,224.00
06/19/09	Work on document production in response to creditors committee subpoena (2.1); conference call with professionals regarding production format (.4); analyze electronic documents for redactions (1.1); review electronic database usage with professionals (1.2) Karen B. Cain	4.80 hours at 195.00 per hour.	\$936.00

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06/19/09	Assist with scanning and review of meeting minutes for production to non-secured creditors Wanda C. Bailey	1.50 hours at 175.00 per hour.	\$262.50
06/20/09	Review documents for privilege in response to creditors' committee subpoena Jacob P. Hildner	.80 hours at 395.00 per hour.	\$316.00
06/20/09	Review documents for responsiveness and privilege Eric C. Roberson	3.20 hours at 340.00 per hour.	\$1,088.00
06/20/09	Assist with electronic document review for production pursuant to subpoena Karen B. Cain	2.80 hours at 195.00 per hour.	\$546.00
06/21/09	Review board materials for privilege and work product and other issues Zach Miller	2.00 hours at 365.00 per hour.	\$730.00
06/21/09	Review documents for privilege in response to creditors' committee subpoena Jacob P. Hildner	1.30 hours at 395.00 per hour.	\$513.50
06/22/09	E-mails and analysis regarding document production of board minutes in response to subpoena Douglas M. Foley	1.20 hours at 550.00 per hour.	\$660.00
06/22/09	Review electronic document database to assist with production as required in creditors committee subpoena Karen B. Cain	3.20 hours at 195.00 per hour.	\$624.00
06/22/09	Assist with scanning and review of meeting minutes for production to non-secured creditors; Wanda C. Bailey	2.60 hours at 175.00 per hour.	\$455.00
06/22/09	Copy new production data to Summation server and e-mail to K. Cain regarding same Patricia C. Anderson	.20 hours at 125.00 per hour.	\$25.00
06/23/09	E-mails regarding production of documents in response to subpoena for board minutes Douglas M. Foley	.90 hours at 550.00 per hour.	\$495.00
06/23/09	Telephone calls and e-mails regarding document production Anne Bentley McCray	.70 hours at 500.00 per hour.	\$350.00

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06/23/09 Compile spreadsheet detailing document ranges
of materials for each board meeting
Eric C. Roberson 2.10 hours at 340.00 per hour. \$714.00

06/23/09 Assist with document production
Gloria K. Dagrosa .70 hours at 225.00 per hour. \$157.50

06/23/09 CD production from Superior
Cynthia D. Fallen .50 hours at 90.00 per hour. \$45.00

06/23/09 Assist with scanning and review of meeting
minutes for production to non-secured creditors
Wanda C. Bailey .60 hours at 175.00 per hour. \$105.00

06/24/09 Telephone calls and e-mails regarding document
review and production
Anne Bentley McCray .60 hours at 500.00 per hour. \$300.00

06/24/09 Assist with document production response to
creditors committee subpoena
Karen B. Cain 2.10 hours at 195.00 per hour. \$409.50

06/24/09 Assist with scanning and review of meeting
minutes for production to non-secured creditors
Wanda C. Bailey .80 hours at 175.00 per hour. \$140.00

06/24/09 Create a new database, clone the database, load
files into new database, export old beg
document number and import production numbers
into the review database, export all metadata
from review database and import into production
database, and set up format with all metadata
fields
John Field 2.20 hours at 75.00 per hour. \$165.00

06/25/09 Assist with board minute document production
Cuong Luong 6.20 hours at 75.00 per hour. \$465.00

06/26/09 Assist with document production to comply with
committee subpoena
Karen B. Cain 1.10 hours at 195.00 per hour. \$214.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	3.9	\$2,145.00
Anne Bentley McCray	\$500.00	5.5	\$2,750.00
Cristin K. Traylor	\$395.00	1.4	\$553.00
Jacob P. Hildner	\$395.00	6.3	\$2,488.50
Daniel F. Blanks	\$375.00	6.0	\$2,250.00
Zach Miller	\$365.00	6.8	\$2,482.00
Eric C. Roberson	\$340.00	8.9	\$3,026.00
Gloria K. Dagrosa	\$225.00	5.2	\$1,170.00
Karen B. Cain	\$195.00	28.9	\$5,635.50

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Wanda C. Bailey	\$175.00	11.8	\$2,065.00
Patricia C. Anderson	\$125.00	2.7	\$337.50
Cynthia D. Fallen	\$90.00	1.5	\$135.00
Cuong Luong	\$75.00	8.4	\$630.00
John Field	\$75.00	2.2	\$165.00
Kathryn C. Morrison	\$75.00	5.4	\$405.00
TOTAL FEES		104.9	\$26,237.50

Re: Automatic Stay
Our File No. 2055557-0090
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

06/01/09	E-mails regarding resolution of McNulty settlement and relief from stay issues Douglas M. Foley .30 hours at 550.00 per hour.	\$165.00
06/02/09	E-mails with client regarding resolution of McNulty matter, lift stay and 9019 motion Douglas M. Foley .20 hours at 550.00 per hour.	\$110.00
06/03/09	Telephone call with debtors' professional regarding automatic stay research (.3); review and analyze dockets in Eastern District of Virginia and Southern District of New York for automatic stay issues (1.5) Bryan A. Stark 1.80 hours at 295.00 per hour.	\$531.00
06/05/09	Research issues regarding competing automatic stays of competing Chapter 11 cases (.9); multiple letters and correspondence regarding violations of automatic stay and related issues (1.3) Daniel F. Blanks 2.20 hours at 375.00 per hour.	\$825.00
06/05/09	Research automatic stay issues in completing bankruptcy cases Bryan A. Stark 1.20 hours at 295.00 per hour.	\$354.00
06/11/09	Draft and submit multiple violations of automatic stay letters and analyze issues regarding same Daniel F. Blanks .80 hours at 375.00 per hour.	\$300.00

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06/15/09 E-mails with client, debtors' professionals and movant regarding motion for relief from stay and related issues and analyze and research issues regarding insurance and other items
Daniel F. Blanks 1.20 hours at 375.00 per hour. \$450.00

06/16/09 Telephone conference with party regarding motion for relief
Daniel F. Blanks .40 hours at 375.00 per hour. \$150.00

06/17/09 Draft correspondence regarding violations of automatic stay
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

06/30/09 Multiple telephone conferences and e-mails with parties regarding automatic stay, possible violations and pending lawsuits and related issues
Daniel F. Blanks .90 hours at 375.00 per hour. \$337.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$550.00	0.5	\$275.00
Daniel F. Blanks	\$375.00	6.3	\$2,362.50
Bryan A. Stark	\$295.00	3.0	\$885.00
TOTAL FEES		9.8	\$3,522.50

Re: Labor/Retiree Matters
Our File No. 2055557-0130
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

06/11/09 Prepare for and participate in telephone conference with debtors' professionals regarding EEOC requests and related issues
Daniel F. Blanks .90 hours at 375.00 per hour. \$337.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Daniel F. Blanks	\$375.00	0.9	\$337.50
TOTAL FEES		0.9	\$337.50

Re: Executory Contracts
Our File No. 2055557-0140
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

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06/01/09 Draft, revise and submit order rejecting multiple executory contracts and review motion and order regarding same and e-mails with debtors' professionals and clerk's office regarding same
Daniel F. Blanks 1.10 hours at 375.00 per hour. \$412.50

06/08/09 E-mails with client regarding AT&T and outstanding amounts and related issues and review material regarding rejection damages claim (.8); e-mails with debtors' professionals regarding IBM resolution and stipulation regarding same (.7)
Daniel F. Blanks 1.50 hours at 375.00 per hour. \$562.50

06/11/09 E-mails regarding status of CIT equipment lease and claims and status of same
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

06/12/09 Revise and submit CIT order and e-mails with clerk's office and debtors' professionals regarding same
Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	0.3	\$165.00
Daniel F. Blanks	\$375.00	3.2	\$1,200.00
TOTAL FEES		3.5	\$1,365.00

Re: Litigation
Our File No. 2055557-0150
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

06/03/09 Review and analyze e-mail communications and state court documents regarding litigation in West Virginia (1.6); telephone calls with debtors' professionals regarding state court litigation (.4)
Bryan A. Stark 2.00 hours at 295.00 per hour. \$590.00

06/16/09 Draft sheriff instructions and abstract of judgment
Jodie Grotins .70 hours at 300.00 per hour. \$210.00

06/18/09 Voegtle - Attend status hearing
Blair B. Hanzlik .50 hours at 375.00 per hour. \$187.50

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06/19/09 Prepare sheriff's instructions and review law
on enforcing judgment
Jodie Grotins .20 hours at 300.00 per hour. \$60.00

06/22/09 Review and analyze response to motion for 2004
examination and correspond with debtors'
professionals regarding same (.3); file
response to motion for 2004 examination and
arrange for its service (.4)
Bryan A. Stark .70 hours at 295.00 per hour. \$206.50

06/24/09 Correspond with counsel to Capital Contractors
and debtors' professionals regarding release
related to state court litigation
Bryan A. Stark .50 hours at 295.00 per hour. \$147.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Blair B. Hanzlik	\$375.00	0.5	\$187.50
Jodie Grotins	\$300.00	0.9	\$270.00
Bryan A. Stark	\$295.00	3.2	\$944.00
TOTAL FEES		4.6	\$1,401.50

Re: Avoidance Actions
Our File No. 2055557-0160
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

06/01/09 Conduct research for D. Foley regarding legal
standards associated with avoidance actions
Joseph S. Sheerin .40 hours at 450.00 per hour. \$180.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Joseph S. Sheerin	\$450.00	0.4	\$180.00
TOTAL FEES		0.4	\$180.00

Re: Vendor Matters
Our File No. 2055557-0170
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

06/01/09 Draft, revise and submit order approving
settlement with TomTom and review motion and
order regarding same and e-mails with debtors'
professionals and clerk's office regarding same
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

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06/03/09 E-mails and telephone conference with opposing counsel regarding Sony 503(b)(9) claim and counteroffer and adjournment of hearing set for 6/9
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

06/04/09 Telephone conference and e-mails with Sony's counsel regarding 503(b)(9) claim, status of reconciliation of AR and offsets and timing of hearing (.3); analyze issues regarding counteroffer (.3); review caselaw and procedures order on reclamation issues relating to alleged secured claim status of various claimants (.3)
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

06/10/09 Draft demand letters for vendors and analyze strategies regarding same and multiple telephone conferences and e-mails with parties regarding same
Daniel F. Blanks 1.60 hours at 375.00 per hour. \$600.00

06/11/09 Draft and submit demand letters to vendors for accounts receivable and e-mails and telephone conferences with debtors' professionals and in-house parties regarding same
Daniel F. Blanks 1.10 hours at 375.00 per hour. \$412.50

06/19/09 E-mails with debtors' professionals regarding demand letters to vendors and related issues and develop and analyze strategies regarding same
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

06/22/09 E-mails with counsel for Graphic Communications regarding sale and related issues
Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00

06/25/09 E-mails regarding Sony settlement discussions (.3); e-mails regarding Chase stipulation and review same (.3)
Douglas M. Foley .60 hours at 550.00 per hour. \$330.00

06/29/09 Draft, revise and file motion to approve extension of administrative bar date for IBM and related issues and e-mails with counsel regarding same
Daniel F. Blanks .90 hours at 375.00 per hour. \$337.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	1.8	\$990.00
Daniel F. Blanks	\$375.00	5.8	\$2,175.00

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TOTAL FEES 7.6 \$3,165.00

Re: Real Estate

Our File No. 2055557-0180
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

06/01/09	Review and analyze issues in preparation for hearings on 6/3 relating to final disposition of real estate leases (1.2); e-mails regarding stub rent issue and briefing schedule and possible settlement (.3)	Douglas M. Foley	1.50 hours at 550.00 per hour.	\$825.00
06/01/09	Virginia Beach Outparcel - Telephone call to D. Miller (.1); prepare amendment to purchase contract extending due diligence period (.9); e-mails to and from purchaser's counsel (.1); e-mails to and from title agent regarding source deed (.1)	Edmund S. Pittman	1.20 hours at 450.00 per hour.	\$540.00
06/01/09	Baltimore, MD Sale - Review e-mails from buyer's counsel and Circuit City's bankruptcy counsel regarding sale order	Edmund S. Pittman	.20 hours at 450.00 per hour.	\$90.00
06/01/09	E-mails and telephone conferences with counsel for landlords regarding rejection and e-mails with debtors' professionals regarding resolution	Daniel F. Blanks	1.50 hours at 375.00 per hour.	\$562.50
06/01/09	Revise and update stipulation and consent agreement and correspond with debtors' professionals regarding same	Bryan A. Stark	.30 hours at 295.00 per hour.	\$88.50
06/02/09	Provide information to potential bidders on ground leases (1.5); telephone call to D. Miller (1.0); e-mail D. Miller regarding Deep Run 7 foreclosure (1.0)	T. Craig Harmon	3.50 hours at 525.00 per hour.	\$1,837.50
06/02/09	Review and revised pleadings relating to sale of Baltimore property and e-mails with client and debtors professionals regarding same (.9); several e-mails with client, debtors professionals, opposing counsel regarding			

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status of stub rent appeal and possible
settlement of same (.8); prepare for hearings
on St. Cloud, Bloomingdale and Chesterfield and
numerous e-mails with opposing counsel,
co-counsel, client and DJM Realty regarding
same (3.4)

Douglas M. Foley 5.10 hours at 550.00 per hour. \$2,805.00

06/02/09 Lithia Springs, GA - E-mails to and from J.
Avallone regarding title, survey and Phase I
(.1); conference with R. Broughton regarding
same (.1)

Edmund S. Pittman .20 hours at 450.00 per hour. \$90.00

06/02/09 Virginia Beach Outparcel - E-mail signed
amendment to purchaser's counsel (.1);
conference with R. Broughton regarding
outparcel description (.1)

Edmund S. Pittman .20 hours at 450.00 per hour. \$90.00

06/02/09 Compile contact information of creditors'
counsel for use by debtors' professionals (.3);
review stub rent appeal documentation (.3)

Bryan A. Stark .60 hours at 295.00 per hour. \$177.00

06/02/09 Conference with E. Pittman regarding Lithia
Springs, GA and Virginia Beach, VA and review
files and records regarding due diligence
materials

Robin M. Broughton 1.80 hours at 310.00 per hour. \$558.00

06/03/09 Prepare for contested hearings on disposition
of leases relating to St. Cloud, Bloomingdale
and Chesterfield and numerous e-mails,
telephone calls, and conferences with client,
witnesses, opposing counsel regarding same and
attend hearing regarding same (5.8); review,
revise and prepare orders and assignment
agreements for submission and closing and
e-mails with opposing counsel and debtors
professionals regarding same (2.3); e-mails
regarding extension of briefing schedule on
stub rent appeal (.2)

Douglas M. Foley 8.30 hours at 550.00 per hour. \$4,565.00

06/03/09 Baltimore, MD Sale - Review e-mails from
buyer's counsel and Circuit City's bankruptcy
counsel

Edmund S. Pittman .10 hours at 450.00 per hour. \$45.00

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06/03/09	Lithia Springs, GA - E-mails to J. Thornton and J. Avallone Edmund S. Pittman	.10 hours at 450.00 per hour.	\$45.00
06/03/09	Virginia Beach Outparcel - Review results of deed plotter for source deed Edmund S. Pittman	.10 hours at 450.00 per hour.	\$45.00
06/03/09	Revise and file orders regarding lease issues and e-mails with debtors' professionals and counterparties regarding same Daniel F. Blanks	.90 hours at 375.00 per hour.	\$337.50
06/03/09	Lithia Springs - Put legal descriptions into deed plotter for E. Pittman Terry Hines	1.10 hours at 140.00 per hour.	\$154.00
06/04/09	Several e-mails and telephone calls with landlord counsel and client regarding SEA Properties closing issues, keys, access codes, wire transfer of funds and execution of agreement and entry of order (.1.9); several e-mails regarding revisions to stipulation extending stub rent appeal briefing schedule and submission of same to district court for entry (.4) Douglas M. Foley	2.30 hours at 550.00 per hour.	\$1,265.00
06/04/09	Telephone call with district court's chambers regarding extension of time in stub rent appeals (.2); draft stipulation and consent order extending deadlines and circulate for execution (.9) Bryan A. Stark	1.10 hours at 295.00 per hour.	\$324.50
06/05/09	Numerous e-mails and telephone conferences with client, opposing counsel, debtors professionals regarding follow-up on St. Cloud and Chesterfield closings, and Bloomingdale contested hearing for 6/9 omnibus hearing date Douglas M. Foley	2.60 hours at 550.00 per hour.	\$1,430.00
06/05/09	Multiple telephone conferences and e-mails with landlords, debtors' professionals and others regarding rejection and assignment of leases and other issues and draft orders regarding same Daniel F. Blanks	1.60 hours at 375.00 per hour.	\$600.00

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06/05/09 Correspond with debtors' professionals regarding stub rent appeal and motion to extend time
Bryan A. Stark .50 hours at 295.00 per hour. \$147.50

06/08/09 E-mails regarding landlord requests for various consents, including roof warranty transfers (.4); prepare for trial on motion to assume and assign Bloomingdale lease over Simon Properties objection and prepare for and deposed witness for Simon Properties (4.7); review caselaw on shopping center provisions and several e-mails and telephone calls with client, debtors' professionals and opposing counsel regarding same (1.7)
Douglas M. Foley 6.80 hours at 550.00 per hour. \$3,740.00

06/08/09 Virginia Beach Outparcel - Telephone calls to and from D. Miller (.1); telephone call from buyer's counsel regarding feasibility period extension (.1); e-mail to buyer's counsel to extend feasibility period (.1); e-mails to and from title company (.1)
Edmund S. Pittman .40 hours at 450.00 per hour. \$180.00

06/08/09 Research multiple issues regarding 365(b) (3) (d) regarding June 8, 2009 omnibus hearing and conferences with debtors' professionals regarding same
Daniel F. Blanks 1.50 hours at 375.00 per hour. \$562.50

06/08/09 Communicate with chambers regarding entry of order (.3); communicate with debtors' professionals regarding entry of order approving sale of lease (.7)
Bryan A. Stark 1.00 hours at 295.00 per hour. \$295.00

06/09/09 Prepare for contested hearing/trial on assignment of Bloomingdale lease and attend court proceedings regarding same and e-mails regarding form of order and estoppels
Douglas M. Foley 2.10 hours at 550.00 per hour. \$1,155.00

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06/10/09 Review, draft and revise form of order for assignment of Bloomingdale lease (2.7); numerous e-mails and telephone conferences with client, debtors professionals, chambers, and opposing counsel regarding same (1.8); analyze issues relating to matters on for landlords on June 23rd, including cure disputes, stub rent appeal, and e-mails with debtors professionals regarding same (.9)
Douglas M. Foley 5.40 hours at 550.00 per hour. \$2,970.00

06/10/09 Virginia Beach Outparcel - E-mail to title agent regarding copy of tax bill
Edmund S. Pittman .10 hours at 450.00 per hour. \$45.00

06/10/09 Prepare order granting motion to assume, assign, and sell lease and exhibits thereto and submit to BOPS system (1.3); correspond with debtors' professionals and bankruptcy court personnel regarding filing of exhibits to order (1.5)
Bryan A. Stark 2.80 hours at 295.00 per hour. \$826.00

06/11/09 Telephone calls and e-mails with landlord counsel and debtors professionals regarding stub rent appeal, settlement negotiation status, and entry of order on briefing schedule (.4); numerous telephone calls and e-mails regarding Bloomingdale lease assignment and litigation strategy going forward to enforce compliance with order and begin drafting pleadings and litigation hold letters regarding same and analyze issues with sublease, overlandlord and assignee (3.4)
Douglas M. Foley 3.80 hours at 550.00 per hour. \$2,090.00

06/11/09 Virginia Beach Outparcel - Telephone call to D. Miller (.1); e-mails to and from title company regarding tax bills and subdivision plat (.2); review subdivision plat and existing survey (.2); e-mail to D. Miller regarding same (.2)
Edmund S. Pittman .70 hours at 450.00 per hour. \$315.00

06/11/09 Correspond with debtors' professionals regarding order approving sale of lease (1.0); research and draft motion to compel sale and for contempt of order of court (5.5)
Bryan A. Stark 6.50 hours at 295.00 per hour. \$1,917.50

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06/12/09 Review and revise pleadings relating to enforcement of bankruptcy court assignment order on Bloomingdale and e-mails with opposing counsel and debtors professionals regarding same (.7); e-mails and telephone calls with landlord counsel regarding claim objections and status of stub rent appeal and possible settlement of same (.7)
Douglas M. Foley 3.40 hours at 550.00 per hour. \$1,870.00

06/12/09 Virginia Beach Outparcels - E-mails to and from D. Miller regarding purchase price reduction and amendment to purchase contract (.2); telephone calls to and from D. Miller regarding same (.1); e-mails to buyer's counsel (.2); prepare and revise second amendment to purchase contract
Edmund S. Pittman 2.30 hours at 450.00 per hour. \$1,035.00

06/12/09 Review district court docket and circulate agreed order extending deadlines in stub rent appeal (.2); communicate with debtors' professionals regarding extension of deadline (.3)
Bryan A. Stark .50 hours at 295.00 per hour. \$147.50

06/12/09 Draft motion to compel sale of lease and for contempt (.7); review, analyze and incorporate edits and comments into motion to compel and for contempt (1.0); correspond with debtors professionals regarding motion to compel sale and for contempt (.4); draft motion to expedite hearing (1.3)
Bryan A. Stark 2.40 hours at 295.00 per hour. \$708.00

06/15/09 E-mails, telephone calls and analysis regarding next steps on Bloomingdale lease assignment dispute (1.8); e-mails and telephone call regarding strategy on stub rent appeal (.8)
Douglas M. Foley 2.60 hours at 550.00 per hour. \$1,430.00

06/15/09 Virginia Beach Outparcel - E-mails to and from K. Monahan and D. Miller regarding executed second amendment
Edmund S. Pittman .10 hours at 450.00 per hour. \$45.00

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06/15/09 Review and update motion for expedited hearing with updated facts and hearing date (.8); review and analyze updated motion to compel compliance with court's order and for sanctions (.8); communicate with debtors' professionals regarding sale of lease (.3); participate in telephone call regarding sale order (.5)
Bryan A. Stark 2.40 hours at 295.00 per hour. \$708.00

06/16/09 Telephone calls and e-mails with parties to Bloomingdale lease assignment dispute and debtors professionals regarding strategy and possible resolutions (1.2); e-mails with landlords regarding transfer of roof warranties (.3); e-mails with landlords counsel regarding claim questions and stub rent appeal and e-mails with debtors professionals regarding same (.9)
Douglas M. Foley 2.40 hours at 550.00 per hour. \$1,320.00

06/16/09 Baltimore, MD (Golden Ring) - E-mails to and from buyer's counsel and P. Miller regarding objection to sale order
Edmund S. Pittman .10 hours at 450.00 per hour. \$45.00

06/17/09 Review draft and revise pleadings relating to Bloomingdale lease assignment dispute and telephone conference with parties and debtors professionals regarding same, strategy and timing of filing (2.9); e-mails regarding strategy on stub rent appeal and attorneys fees issue (.3)
Douglas M. Foley 3.20 hours at 550.00 per hour. \$1,760.00

06/17/09 Baltimore, MD - E-mails to and from buyer's counsel regarding closing items (.1); e-mails to and from D. Miller regarding same (.1)
Edmund S. Pittman .20 hours at 450.00 per hour. \$90.00

06/17/09 Prepare for and participate in telephone call with Simon Properties and debtors' professionals regarding their position in Bloomingdale lease sale matter (.7); meet with debtors' professional and discuss potential conflict of interest (.5); communicate with debtors' professionals regarding status of Bloomingdale sale matter and future plans (.7); review, revise and update motion for expedited hearing order granting motion to expedite

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hearing (1.2); review and analyze updated motion for contempt and motion to stay order (.9); prepare motion for contempt, motion to stay and motion to expedite hearing, orders and exhibits thereto for filing, file motions and arrange for their service (1.2)

Bryan A. Stark 5.20 hours at 295.00 per hour.

\$1,534.00

06/18/09 Telephone calls and e-mails with chambers and affected parties regarding expedited hearing on Bloomingdale lease assignment dispute and strategy regarding same (1.6); telephone conference and e-mails with counsel for stub rent appeal counsel regarding possible contours of settlement and dismissal of appeals (.6)

Douglas M. Foley 2.20 hours at 550.00 per hour.

\$1,210.00

06/18/09 Virginia Beach - E-mails to and from D. Miller regarding second amendment

Edmund S. Pittman .10 hours at 450.00 per hour.

\$45.00

06/18/09 Prepare and submit order to BOPS system granting motion to expedite hearing on motion for contempt and motion to stay (.9); correspond with debtors' professionals regarding motion for contempt and motion to stay (.8); file notice of motions and hearing for motion for contempt, motion to stay and motion for expedited hearing and prepare for service of same (1.0)

Bryan A. Stark 2.70 hours at 295.00 per hour.

\$796.50

06/19/09 E-mails and telephone calls regarding strategy on Bloomingdale lease assignment dispute (.9); review pleadings relating to attorneys fees claims of Polaris and Advance and opposition to same (.7); e-mails and telephone call with counsel for appellants regarding stub rent appeal and resolution (.8)

Douglas M. Foley 2.40 hours at 550.00 per hour.

\$1,320.00

06/19/09 Virginia Beach - E-mails to and from D. Miller regarding extension of outside date for entry of sale order (.1); phone call to buyer's counsel (.1); e-mails to and from buyer's counsel (.1)

Edmund S. Pittman .30 hours at 450.00 per hour.

\$135.00

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06/22/09 E-mails regarding Bloomingdale contested hearing and prepare for same (.9); e-mails regarding resolution of objection to Baltimore sale order and revisions to same (.6); e-mails and telephone calls with landlords counsel regarding stub rent appeal resolution and claims issues (.7)
Douglas M. Foley 2.20 hours at 550.00 per hour. \$1,210.00

06/22/09 Virginia Beach Outparcel - E-mails to and from D. Miller (.1); phone calls to and from C. Moattar (.1); phone calls to and from D. Miller (.1)
Edmund S. Pittman .30 hours at 450.00 per hour. \$135.00

06/23/09 E-mails and analysis regarding Bloomingdale issues and potential resolutions of same
Douglas M. Foley 1.40 hours at 550.00 per hour. \$770.00

06/23/09 Baltimore County, MD - E-mails to and from buyer's counsel regarding lease prorations (.1); e-mails to and from D. Miller (.1)
Edmund S. Pittman .20 hours at 450.00 per hour. \$90.00

06/24/09 E-mails and telephone calls with client and landlord counsel regarding resolution of stub rent appeal
Douglas M. Foley .50 hours at 550.00 per hour. \$275.00

06/24/09 Baltimore County, MD - Review e-mail from D. Miller regarding prorations (.1); e-mails to and from buyer's counsel on same and on closing (.2); e-mails to and from D. Miller regarding tenant estoppels (.1)
Edmund S. Pittman .40 hours at 450.00 per hour. \$180.00

06/24/09 Review order granting motion assumption and sale of Baltimore property (.5); submit order to court for entry (.2); correspond with court personnel regarding entry of order (.3)
Bryan A. Stark 1.00 hours at 295.00 per hour. \$295.00

06/25/09 E-mails regarding stub rent appeal strategy and telephone call with landlord's counsel regarding same
Douglas M. Foley .80 hours at 550.00 per hour. \$440.00

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06/26/09 Several telephone calls and e-mails with landlord counsel, client and debtors professionals regarding status and resolution/mootness of stub rent appeal (1.8); e-mails with various landlord counsel regarding responses to omni claim objections (.9); e-mails and analysis regarding estoppel issue on Bloomingdale (.8)
Douglas M. Foley 3.50 hours at 550.00 per hour. \$1,925.00

06/26/09 Golden Ring, Baltimore - E-mails from D. Miller regarding prorations (.1); e-mails from buyer's counsel (.1)
Edmund S. Pittman .20 hours at 450.00 per hour. \$90.00

06/26/09 Virginia Beach - Prepare third amendment to purchase agreement (.3); e-mails to and from buyer's counsel (.1); e-mails to and from J. Kunar at Skadden (.1)
Edmund S. Pittman .50 hours at 450.00 per hour. \$225.00

06/26/09 Draft and file notice and motion to sell real property in Virginia Beach and e-mails with debtors' professionals regarding same
Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00

06/26/09 Draft motion to stay briefing schedule and motion to dismiss appeal at the district court (.8); research and draft memorandum in support of motion to dismiss (1.0); draft memorandum in support of motion to stay briefing schedule (.5)
Bryan A. Stark 2.30 hours at 295.00 per hour. \$678.50

06/27/09 Update motion to stay briefing schedule and motion to dismiss appeal (.2); research and finalize draft of memorandum in support of motion to dismiss (1.2); update and finalize draft for memorandum in support of motion to stay briefing schedule (.5)
Bryan A. Stark 1.90 hours at 295.00 per hour. \$560.50

06/28/09 Review and revise pleadings for district court to dismiss stub rent appeal as moot and to stay briefing schedule and e-mails with debtors professionals regarding same
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

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06/28/09 Correspond with the debtors' professionals regarding motion to stay and motion to dismiss in the stub rent appeals (.4); review, analyze and update motions and memoranda in support (1.0)
Bryan A. Stark 1.40 hours at 295.00 per hour. \$413.00

06/29/09 Draft and revise pleadings regarding stub rent appeal (1.4); e-mails and telephone conference with client and debtors professionals regarding same (.8); telephone conference and e-mails with landlord counsel regarding same and consent orders on staying briefing schedule and mooting appeal (.6); finalize order on Bloomingdale stay and telephone calls and e-mail with debtors professionals and chambers regarding same and status of estoppel issue (.7)
Douglas M. Foley 3.50 hours at 550.00 per hour. \$1,925.00

06/29/09 Golden Ring (Baltimore County, MD) - E-mails to and from buyer's counsel regarding tenant estoppels (.1); e-mails to and from D. Miller (.1)
Edmund S. Pittman .20 hours at 450.00 per hour. \$90.00

06/29/09 Draft, revise and file motions to stay briefing schedule and motions to dismiss as moot appeals regarding stub rent and related issues (1.5); draft, revise and file motion to stay regarding Creative (.9)
Daniel F. Blanks 2.40 hours at 375.00 per hour. \$900.00

06/29/09 Draft order granting motion to stay stub rent briefing schedule and correspond with debtors' professionals regarding same
Bryan A. Stark 1.00 hours at 295.00 per hour. \$295.00

06/30/09 E-mails regarding status of Bloomingdale matter for July 6th and telephone conference with clerk's office regarding entry of order on stay (.4); several e-mails with landlord counsel regarding payment of rent and issues relating to stub rent appeal and signatures for order on stay of briefing schedule (.9); e-mails and telephone conference with client and Schimenti counsel regarding N.Plainfield lease, NYC 5th Ave lease and review documents regarding 2004 examination request (1.2)
Douglas M. Foley 2.50 hours at 550.00 per hour. \$1,375.00

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06/30/09 Draft correspondence associated with Brighton appeal (.4); review materials submitted to district court regarding same (.2)
 Joseph S. Sheerin .60 hours at 450.00 per hour. \$270.00

06/30/09 Multiple telephone conferences and e-mails with chambers, clerk's office and debtors' professionals and opposing counsel regarding stub rent appeal and order staying proceedings regarding same (1.5); e-mails with parties regarding rejected leases and review docket and orders regarding rejection (1.3)
 Daniel F. Blanks 2.80 hours at 375.00 per hour. \$1,050.00

06/30/09 Correspond with debtors' professionals regarding submission of consent order staying stub rent briefing schedule
 Bryan A. Stark .30 hours at 295.00 per hour. \$88.50

Timekeeper	Rate/Hr	Hours	Fees
Douglas M. Foley	\$550.00	69.4	\$38,170.00
T. Craig Harmon	\$525.00	3.5	\$1,837.50
Edmund S. Pittman	\$450.00	8.2	\$3,690.00
Joseph S. Sheerin	\$450.00	0.6	\$270.00
Daniel F. Blanks	\$375.00	11.3	\$4,237.50
Robin M. Broughton	\$310.00	1.8	\$558.00
Bryan A. Stark	\$295.00	33.9	\$10,000.50
Terry Hines	\$140.00	1.1	\$154.00
TOTAL FEES		129.8	\$58,917.50

Re: Insurance Matters

Our File No. 2055557-0230

Circuit City Contact Michelle Mosier

McGuireWoods Contact Douglas M. Foley

06/12/09 E-mails with debtors professionals and inhouse parties regarding insurance coverage and possible relief from stay action and issues regarding same and review material regarding same
 Daniel F. Blanks 1.20 hours at 375.00 per hour. \$450.00

06/15/09 E-mails with client regarding draws on letters of credit and status of same and strategy for stipulation and Canadian issues
 Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

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06/25/09 E-mails with debtors' professionals regarding
insurance coverage issues and analyze
strategies regarding same

Daniel F. Blanks .50 hours at 375.00 per hour. \$187.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	0.3	\$165.00
Daniel F. Blanks	\$375.00	1.7	\$637.50
TOTAL FEES		2.0	\$802.50

Re: Tax Matters

Our File No. 2055557-0240
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

06/01/09 E-mails regarding revisions to IRS
administrative claim bar date stipulation
Douglas M. Foley .20 hours at 550.00 per hour. \$110.00

06/01/09 Analysis on case law position of Appeals
Officer on lawsuit settlement issue and OEP
issue (2.2); conference with B. Bernhardt
regarding follow-up issues that need analysis
(.2); review IRS audit report on relocation
issue (.7)
Craig D. Bell 3.10 hours at 530.00 per hour. \$1,643.00

06/02/09 E-mails regarding finalization of IRS
stipulation and order settling motion to
reconsider administrative bar date motion (.3);
e-mail memoranda with client and debtors
professionals regarding status of IRS appeal
issues relating to relocation and other issues
(.4)
Douglas M. Foley .70 hours at 550.00 per hour. \$385.00

06/02/09 Analysis on burden of proof issue for possible
tax refund claim on sale-leaseback tax audit
issue (2.4); review and respond to client
e-mails regarding pendent appeal of employment
tax audit (.5)
Craig D. Bell 2.90 hours at 530.00 per hour. \$1,537.00

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06/02/09 Draft affidavit for L. Owens (1.0); review documents provided by client (1.0); begin drafting letter to Appeals Officer regarding tax issues (focusing on relocation issue, officer evaluation program issue and legal settlement issue) (1.5)
Brian C. Bernhardt 3.50 hours at 475.00 per hour. \$1,662.50

06/05/09 Research burden of proof issue on tax refund claim for sale-leaseback audit issue
Craig D. Bell 1.40 hours at 530.00 per hour. \$742.00

06/08/09 Review client e-mails on open federal tax issues (.4); work on strategy for supplemental filing with IRS appeals officer (.3)
Craig D. Bell .70 hours at 530.00 per hour. \$371.00

06/08/09 Receive and review e-mail from L. Owens regarding affidavit (.1); review and revise affidavit and forward to L. Owens for review (.5)
Brian C. Bernhardt .60 hours at 475.00 per hour. \$285.00

06/08/09 Receive and review letter from IRS regarding employee payroll issue (.1); telephone call to IRS regarding same (.1); draft e-mail to client regarding same (.2); receive and review response from client (.1); draft e-mail to client regarding same (.1); receive and review signed form for submission to IRS (.1); draft letter to IRS regarding same (.2)
Brian C. Bernhardt .90 hours at 475.00 per hour. \$427.50

06/08/09 E-mails and telephone conferences with client and taxing authorities regarding certain tax issues
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

06/09/09 Continue preparing letter to IRS Office of Appeals regarding employment tax issues and focusing on legal settlement issues
Brian C. Bernhardt 2.50 hours at 475.00 per hour. \$1,187.50

06/09/09 Telephone conference with counsel in Texas regarding outstanding tax claims and reconciliation of escrowed amounts
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

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06/10/09	E-mails regarding finalization of IRS stipulation as to administrative expense bar date Douglas M. Foley	.30 hours at 550.00 per hour.	\$165.00
06/10/09	Analysis on employment tax audit issues for supplemental filing with IRS appeals officer Craig D. Bell	2.70 hours at 530.00 per hour.	\$1,431.00
06/10/09	Receive, review and respond to e-mail from S. Weber regarding relocation issue (.2); continue drafting submission to IRS (1.0) Brian C. Bernhardt	1.20 hours at 475.00 per hour.	\$570.00
06/11/09	Multiple tax matters and e-mails with debtors' professionals and in-house regarding same Daniel F. Blanks	.90 hours at 375.00 per hour.	\$337.50
06/12/09	Review and respond to client e-mails on tax protest issues (.3); analysis on open issues for IRS appeals officer (.9) Craig D. Bell	1.20 hours at 530.00 per hour.	\$636.00
06/12/09	Continue drafting submission to K. Lester (1.0); receive, review and respond to e-mails from client (.5) Brian C. Bernhardt	1.50 hours at 475.00 per hour.	\$712.50
06/19/09	Receive, review and respond to e-mail from client regarding tax issues (.1); draft e-mail to former relocation manager regarding affidavit (.1) Brian C. Bernhardt	.20 hours at 475.00 per hour.	\$95.00
06/22/09	Conference with B. Bernhardt regarding supplemental filing with IRS appeals officer (.2); analysis on tax issues pertaining to filing (.6) Craig D. Bell	.80 hours at 530.00 per hour.	\$424.00
06/22/09	Review and revise letter to IRS Appeals Officer K. Lester regarding employment tax issues, focusing on issue three and legal settlement issue (2.5); telephone conference with client regarding employment tax issues and letter to IRS Appeals Officer K. Lester (.5) Brian C. Bernhardt	3.00 hours at 475.00 per hour.	\$1,425.00

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06/23/09	Review and edit draft supplemental filing with IRS appeals officer (.9); analysis on IRS cited law and response on tax appeal (1.8) Craig D. Bell 2.70 hours at 530.00 per hour.	\$1,431.00
06/23/09	Receive and review e-mails from client regarding post-employment tax agreements; revise letter to IRS Appeals Officer K. Lester accordingly (.2); receive and review e-mail from L. Owen regarding affidavit related to employee relocation issue (.1); forward same to client for review and comment (.1) Brian C. Bernhardt .40 hours at 475.00 per hour.	\$190.00
06/24/09	Continue analysis on two tax issues on pending IRS appeals hearing Craig D. Bell 1.70 hours at 530.00 per hour.	\$901.00
06/24/09	Review and revise letter to IRS Appeals Officer K. Lester regarding employment tax issues in accordance with initial comments Brian C. Bernhardt .50 hours at 475.00 per hour.	\$237.50
06/25/09	Receive, review and respond to e-mail from client regarding employment tax issues (.1); telephone conference with IRS Appeals Officer regarding employment tax issues (.2); draft e-mail to client regarding telephone conference with IRS Appeals Officer regarding employment tax issues (.2) Brian C. Bernhardt .50 hours at 475.00 per hour.	\$237.50
06/29/09	Analysis on burden of proof issue on possible tax refund claim on sale-leaseback issue (1.1); review and analysis on IRS and client tax submissions for TAM on sale-leaseback issue (6.1) Craig D. Bell 7.20 hours at 530.00 per hour.	\$3,816.00
06/29/09	Receive, review and respond to e-mails from L. Owen regarding affidavit related to relocation issue of employment tax audit (.5) Brian C. Bernhardt .50 hours at 475.00 per hour.	\$237.50
06/30/09	Analysis on burden of proof issue for sale-leaseback tax refund claim (1.8); analysis on tax refund claim procedures and IRC 6511 in bankruptcy court (2.0) Craig D. Bell 3.80 hours at 530.00 per hour.	\$2,014.00

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06/30/09 Receive, review and respond to e-mails from L. Owen regarding affidavit related to relocation issue of employment tax audit
Brian C. Bernhardt .50 hours at 475.00 per hour. \$237.50

Timekeeper	Rate/Hr	Hours	Fees
Douglas M. Foley	\$550.00	1.2	\$660.00
Craig D. Bell	\$530.00	28.2	\$14,946.00
Brian C. Bernhardt	\$475.00	15.8	\$7,505.00
Daniel F. Blanks	\$375.00	2.5	\$937.50
TOTAL FEES		47.7	\$24,048.50

Re: Claims Administration
Our File No. 2055557-0250
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

06/01/09 Review and analyze issues relating to next round of omnibus claim objections, review and revise exhibits and pleadings and review caselaw regarding 502(d) objections and 547(b) issues
Douglas M. Foley 6.80 hours at 550.00 per hour. \$3,740.00

06/01/09 Draft, revise and submit order on fourth omnibus objections to claims and review exhibits and other material regarding same (1.4); multiple telephone conferences and e-mails with creditors and parties in interest regarding claims and objections and other related issues (1.1); continue drafting multiple omnibus objections to claims and review and analyze claims, pleadings, orders, notices, and other documentation regarding same and e-mails and telephone conferences with debtors' professionals and in-house parties regarding same (1.7)
Daniel F. Blanks 4.20 hours at 375.00 per hour. \$1,575.00

06/01/09 Research administrative expense claim issue
Bryan A. Stark 1.30 hours at 295.00 per hour. \$383.50

06/01/09 Meeting with D. Blanks regarding omnibus objection to claims and draft objections to claims regarding same
Erin Q. Ashcroft 3.10 hours at 300.00 per hour. \$930.00

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06/02/09 Several telephone calls and e-mails with client and debtors professionals regarding finalization of exhibits and pleadings for next round of omnibus claim objections and review and analyze issues regarding same, timing of filing, hearing and service (2.8); continue analysis of potential 502(d) objection and ramifications on new value preference defense and 503(b)(9) claims (1.2)
Douglas M. Foley 4.00 hours at 550.00 per hour. \$2,200.00

06/02/09 Continue to draft and revise omnibus objections and multiple e-mails and telephone conferences with debtors' professionals regarding same and review and analyze exhibits, claims, pleadings, and other documents regarding same and research multiple issues regarding same
Daniel F. Blanks 5.20 hours at 375.00 per hour. \$1,950.00

06/02/09 Draft omnibus objections to amended claims and review claims
Erin Q. Ashcroft 1.10 hours at 300.00 per hour. \$330.00

06/03/09 E-mails regarding finalization and filing of next round of omnibus claim objections and analyze issues regarding same with respect to pension and 401k claims
Douglas M. Foley 1.20 hours at 550.00 per hour. \$660.00

06/03/09 Draft, revise and file multiple omnibus objections to claims and multiple e-mails and telephone conferences with debtors' professionals and in-house parties regarding same and review and analyze multiple claims, notices, orders, and pleadings regarding same (6.1); multiple telephone conferences and e-mails with parties regarding administrative expense claim bar date and other issues (.7)
Daniel F. Blanks 6.80 hours at 375.00 per hour. \$2,550.00

06/03/09 Review and analyze draft objection to claim and notice of objection and provide comments for review (1.6); telephone calls with debtors professionals regarding filing of omnibus objections to claims (.5)
Bryan A. Stark 2.10 hours at 295.00 per hour. \$619.50

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06/04/09 Telephone conference with client regarding next round of omnibus claim objections and review and analyze exhibits, pleadings and waterfall of claims being objected to and basis for same, including goods versus services analysis
Douglas M. Foley 5.20 hours at 550.00 per hour. \$2,860.00

06/04/09 Prepare for and participate in multiple meetings and conferences with debtors' professionals and client regarding objections to claims and related issues and analyze strategies regarding same and review and analyze multiple documents, pleadings, and other materials regarding same (5.5); continue drafting and revising omnibus objections to claims and e-mails and telephone conferences with debtors' professionals and in-house regarding same (3.4)
Daniel F. Blanks 8.90 hours at 375.00 per hour. \$3,337.50

06/04/09 Compile documentation, draft notices of objections to claims for omnibus Objections 11, 12 and 13, file omnibus objections (2.6); correspond with debtors' professionals regarding filing of omnibus objections and serving omnibus objections (.7); compile original filed copies for retention (.4)
Bryan A. Stark 3.70 hours at 295.00 per hour. \$1,091.50

06/04/09 E-mail to and from debtors' professionals with summary of research regarding reclamation
Erin Q. Ashcroft .60 hours at 300.00 per hour. \$180.00

06/05/09 Several e-mails and telephone conferences with client and debtors professionals regarding next round of omnibus claim objections relating to late claims, 503(b)(9) claims, general unsecured claims, and tax claims and analyze issues regarding same, form of pleadings and exhibits and timing of filing same
Douglas M. Foley 1.90 hours at 550.00 per hour. \$1,045.00

06/05/09 Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy cases and claim objections and review and analyze claims objections, responses, exhibits, and notices regarding same
Daniel F. Blanks 2.60 hours at 375.00 per hour. \$975.00

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06/08/09 Multiple telephone conferences with claimants and parties in interest regarding omnibus objections to claims and related issues and review and analyze objections and issues regarding same (1.5); review and analyze issues regarding additional omnibus objections to claims and review and analyze materials for June 9, 2009 meeting and research issues regarding same (.9)
Daniel F. Blanks 2.40 hours at 375.00 per hour. \$900.00

06/09/09 Prepare for and participate in claims meetings with debtors' professionals and client
Daniel F. Blanks 5.50 hours at 375.00 per hour. \$2,062.50

06/10/09 Several e-mails regarding status of preparation of next round of omnibus claim objections and telephone conference with client regarding same (1.4); several telephone conference and e-mails with various creditors regarding status of reconciliation of claims (.4)
Douglas M. Foley 1.80 hours at 550.00 per hour. \$990.00

06/10/09 Continue multiple meetings regarding claims issues and strategies and analyze and develop strategies regarding omnibus objections to claims and related issues (3.5); multiple e-mails with client and debtors' professionals regarding omnibus objections and claims (.8)
Daniel F. Blanks 4.30 hours at 375.00 per hour. \$1,612.50

06/10/09 Correspond with counsel to the IRS and debtors' professionals regarding stipulation and agreed order resolving motion to reconsider (.5); incorporate edits to stipulation and agreed order and submit to BOPS system (.4)
Bryan A. Stark .90 hours at 295.00 per hour. \$265.50

06/11/09 E-mails with client and debtors professionals regarding form and content of next round of omnibus claim objections and strategy regarding same (.9); telephone calls from creditors regarding responses to omnibus claim objections and status hearing for 6/23 (.3); e-mails with counsel for SIM and Alliance regarding claim reconciliation status (.3)
Douglas M. Foley 1.50 hours at 550.00 per hour. \$825.00

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06/11/09 Multiple e-mails and telephone conferences with creditors, parties in interest, debtors' professionals, and others regarding objections to claims and related issues
Daniel F. Blanks 2.10 hours at 375.00 per hour. \$787.50

06/11/09 Correspond with creditors regarding omnibus objections to claims
Bryan A. Stark .70 hours at 295.00 per hour. \$206.50

06/12/09 E-mails with debtors professionals and client regarding next round of omnibus claim objections and strategy regarding same (.3); telephone call and e-mails with creditors counsel regarding responses to omnibus claim objections and status hearing for 6/23 (.4)
Douglas M. Foley .70 hours at 550.00 per hour. \$385.00

06/12/09 Multiple e-mails and telephone conferences with parties, client, and debtors' professionals regarding claim objections and strategies regarding same (1.9); multiple telephone conferences with parties regarding omnibus objections (1.6).
Daniel F. Blanks 3.50 hours at 375.00 per hour. \$1,312.50

06/14/09 Review status of pending claim objections and analyze issues regarding same
Douglas M. Foley .60 hours at 550.00 per hour. \$330.00

06/15/09 Prepare for meetings with client to discuss claim objections and e-mails with client regarding same
Douglas M. Foley 1.20 hours at 550.00 per hour. \$660.00

06/15/09 Multiple telephone conferences and e-mails with parties regarding responses to omnibus objections and related issues and review and analyze objections, claims and other material regarding same
Daniel F. Blanks 1.40 hours at 375.00 per hour. \$525.00

06/16/09 Meetings and conferences with client and debtors professionals regarding omnibus claim objection strategy and review and revise exhibits for next round of claim objections
Douglas M. Foley 4.90 hours at 550.00 per hour. \$2,695.00

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06/16/09 Continue review and analysis of claims and related issues regarding omnibus claims objections and prepare for and participate in conferences regarding same and analyze strategies regarding same
Daniel F. Blanks 6.20 hours at 375.00 per hour. \$2,325.00

06/16/09 Reply to creditor telephone calls regarding omnibus objections to claims
Bryan A. Stark .60 hours at 295.00 per hour. \$177.00

06/16/09 Draft omnibus objections to claims
Erin Q. Ashcroft 3.60 hours at 300.00 per hour. \$1,080.00

06/17/09 Numerous e-mails with creditors counsel regarding responses to omni claim objections and status hearing on 6/23 regarding same (1.1); review and revise draft claim objections and exhibits and e-mails and telephone conferences with client and debtors professionals regarding same and timing of filing (1.8)
Douglas M. Foley 2.90 hours at 550.00 per hour. \$1,595.00

06/17/09 Multiple telephone conferences with debtors' professionals regarding claim issues and objections and draft and revise omnibus claim and review and analyze documents and claims regarding same (6.1)
Daniel F. Blanks 6.10 hours at 375.00 per hour. \$2,287.50

06/17/09 Draft stipulation and consent order withdrawing objection to claim of Orange County California tax collector
Bryan A. Stark .80 hours at 295.00 per hour. \$236.00

06/17/09 Draft omnibus objections regarding real estate tax claims, non goods and goods outside twenty days, strategize with debtor's professionals regarding drafting of omnibus objections to claims and draft same
Erin Q. Ashcroft 5.40 hours at 300.00 per hour. \$1,620.00

06/18/09 Continue review of pleadings relating to claim objections, including 502(d) and analyze issues and timing of filing same
Douglas M. Foley 1.70 hours at 550.00 per hour. \$935.00

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06/18/09 Continue drafting omnibus objections to claims and analyze claims, pleadings and other items regarding same and research issues regarding same and multiple telephone conferences and e-mails with parties and creditors regarding same
Daniel F. Blanks 7.20 hours at 375.00 per hour. \$2,700.00

06/18/09 Meeting with debtors professionals regarding revisions to Omni objections and revise objection to equity claims
Erin Q. Ashcroft 2.40 hours at 300.00 per hour. \$720.00

06/19/09 Continue review and preparation of next round of omni claim objections and e-mails with debtors professionals regarding analysis of same and timing of filing
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

06/19/09 Continue to draft, revise and file omnibus objections to claims and review and analyze claims, pleadings, notices, and other items regarding same and analyze and research issues regarding same (4.4); multiple telephone conferences and e-mails with parties and claimants regarding omnibus objections to claims and related issues and review claims and pleadings regarding same (1.8); prepare orders for omnibus objections that are set for status on June 23, 2008 (.7)
Daniel F. Blanks 6.90 hours at 375.00 per hour. \$2,587.50

06/19/09 Reply to creditors' requests for information regarding claims and notices (.6); file and serve debtors' objections to administrative claims and arrange for service of same (1.2)
Bryan A. Stark 1.80 hours at 295.00 per hour. \$531.00

06/19/09 Review and revise omnibus objection tracking chart
Linda J. Neilson 1.00 hours at 185.00 per hour. \$185.00

06/21/09 Continue drafting omnibus objections to claims and review and analyze claims, pleadings, notices, orders, and exhibits regarding same and research issues regarding same
Daniel F. Blanks 2.60 hours at 375.00 per hour. \$975.00

06/21/09 Review docket, retrieve responses to omnibus objections and organize
Linda J. Neilson 2.10 hours at 185.00 per hour. \$388.50

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06/22/09 Continue drafting and filing omnibus objections to claims and e-mails and telephone conferences with debtors' professionals regarding same and review and analyze claims, pleadings, notices and other material regarding same
Daniel F. Blanks 6.80 hours at 375.00 per hour. \$2,550.00

06/22/09 Draft, revise and update amended notices of omnibus Objections 11, 12, and 13 and correspond with debtors' professionals about same (1.0); review and provide comments on omnibus objection Number 19 (.6); draft and incorporate comments on omnibus objections Numbers 21 and 22 (1.5); draft and incorporate comments on notices of omnibus objections Numbers 21 and 22 (.6); correspond with the debtors' professionals regarding omnibus objections (.7); prepare omnibus claim Objection 19 for filing, file Objection 19 and arrange for its service (1.0)
Bryan A. Stark 5.40 hours at 295.00 per hour. \$1,593.00

06/22/09 Review and revise omni objections chart and update binders regarding same
Linda J. Neilson 2.30 hours at 185.00 per hour. \$425.50

06/23/09 Revise omnibus objections to claims
Joseph S. Sheerin 2.90 hours at 450.00 per hour. \$1,305.00

06/23/09 Continue drafting and revising omnibus claims objections and review and analyze claims, pleadings, notices, and orders regarding same and research issues regarding same and telephone conference with client and in-house regarding claim objections and strategies (4.5); multiple telephone conferences and e-mails with claimants and parties in interest regarding bankruptcy cases and related issues (.6)
Daniel F. Blanks 5.10 hours at 375.00 per hour. \$1,912.50

06/23/09 Draft and revise omnibus objections to claims Numbers 21, 22 and 23 and notices of same (3.0); correspond with debtors' professionals regarding omnibus objections to claims and service of objections and notices (.5); file omnibus objections Numbers 21, 22 and 23 and notices thereof and arrange for service of same (.7)
Bryan A. Stark 4.20 hours at 295.00 per hour. \$1,239.00

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06/23/09 Review and revise omni objections chart and update binders regarding same (1.2); prepare short list of omni objections (.4)
Linda J. Neilson 1.60 hours at 185.00 per hour. \$296.00

06/24/09 Meetings with client representatives to discuss omnibus objection to claims and strategy regarding same (4.8); telephone conference and e-mails with creditors' counsel on how to handle late POCs (.4)
Douglas M. Foley 5.20 hours at 550.00 per hour. \$2,860.00

06/24/09 Prepare for and participate in claims meetings regarding omnibus objections to claims and review and analyze claims, pleadings and charts regarding same and draft material regarding same
Daniel F. Blanks 4.50 hours at 375.00 per hour. \$1,687.50

06/24/09 Finalize amended notices for omnibus objection Numbers 11, 12, and 13, file the amended notice and arrange for service of same (1.0); draft orders granting omnibus Objections 5 and 6 and orders adjourning hearing date on responses filed to omnibus Objections 5 and 6 (1.0)
Bryan A. Stark 2.00 hours at 295.00 per hour. \$590.00

06/24/09 Review and revise omni objections chart and update binders regarding same
Linda J. Neilson 1.80 hours at 185.00 per hour. \$333.00

06/25/09 Telephone calls and e-mails with debtors professionals regarding form of orders and next round of omni claim objections and analyze issues regarding same
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

06/25/09 Multiple telephone conferences with claimants and parties in interest regarding bankruptcy cases and omnibus claim objections and related issues and review claims, pleadings and other material regarding same (.9); continue drafting and revising orders for claim objections and review responses, exhibits, and other documentation regarding same (2.2); prepare for and participate in conference call with debtors' professionals regarding claims procedures and protocols and strategies (.7)
Daniel F. Blanks 3.80 hours at 375.00 per hour. \$1,425.00

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06/25/09	Telephone calls and correspond with creditors regarding objections to claims Bryan A. Stark .70 hours at 295.00 per hour.	\$206.50
06/25/09	Review and revise omni objections chart and update binders regarding same Linda J. Neilson 1.90 hours at 185.00 per hour.	\$351.50
06/26/09	Begin review and analysis of responses to claim objections, including 503b9 claims outside 20-day window, and other potential administrative claims, including PBGC and e-mails with client and debtors professionals regarding same Douglas M. Foley 3.40 hours at 550.00 per hour.	\$1,870.00
06/26/09	Multiple telephone conferences and e-mails with claimants regarding omnibus objections to claims and related issues and review and analyze claims, pleadings, notices, and other documentation regarding same and research multiple issues regarding same Daniel F. Blanks 4.80 hours at 375.00 per hour.	\$1,800.00
06/26/09	Correspond with creditors regarding objections to claims (.6); draft orders sustaining objections and adjourning objections to omnibus Objections 5 and 6 and e-mail for review (1.6) Bryan A. Stark 2.20 hours at 295.00 per hour.	\$649.00
06/26/09	Review and revise omni objections chart and update Linda J. Neilson 3.20 hours at 185.00 per hour.	\$592.00
06/29/09	Numerous e-mails and telephone calls with creditors regarding responses to omnibus objection to claims (1.4); e-mails and telephone calls with creditors regarding administrative expense bar date and extension of time to respond to omnibus objection to late filed claims (.4); review IBM stipulation extending bar date and motion and e-mails with counsel regarding finalization and submission of same (.7) Douglas M. Foley 2.50 hours at 550.00 per hour.	\$1,375.00

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06/29/09 Multiple telephone conferences and e-mails with creditors and parties in interest regarding claim objections and review and analyze multiple claims, pleadings, notices, and orders regarding same and related issues and draft omnibus objections regarding same
Daniel F. Blanks 3.70 hours at 375.00 per hour. \$1,387.50

06/29/09 Return telephone inquiries from creditors
Bryan A. Stark .70 hours at 295.00 per hour. \$206.50

06/29/09 Review and revise omni objections chart and update binders regarding same
Linda J. Neilson 4.50 hours at 185.00 per hour. \$832.50

06/30/09 Several telephone calls and e-mails from creditors counsel regarding administrative claim bar date, and requests for extensions, and scope of administrative bar date period (.9); e-mails with creditors regarding possible resolution of omnibus claim objections and revisions to orders for July 6th (.6); e-mails and telephone calls regarding status of IBM stipulation on bar date (.3)
Douglas M. Foley 1.80 hours at 550.00 per hour. \$990.00

06/30/09 Multiple telephone conferences and e-mails with claimants and parties in interest regarding omnibus claim objections and related issues and review and analyze claims, pleadings, notices, and other documentation regarding same and e-mails and telephone conferences with debtors' professionals and client regarding same
Daniel F. Blanks 3.10 hours at 375.00 per hour. \$1,162.50

06/30/09 Telephone call to clerk's office regarding filing agreed order and review docket sheet, motion to stay and strategize with debtor's professionals regarding agreed order
Erin Q. Ashcroft .80 hours at 300.00 per hour. \$240.00

06/30/09 Review and revise omni objections chart and update binders regarding same
Linda J. Neilson 5.40 hours at 185.00 per hour. \$999.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	49.1	\$27,005.00
Joseph S. Sheerin	\$450.00	2.9	\$1,305.00
Daniel F. Blanks	\$375.00	107.7	\$40,387.50
Erin Q. Ashcroft	\$300.00	17.0	\$5,100.00
Bryan A. Stark	\$295.00	27.1	\$7,994.50
Linda J. Neilson	\$185.00	23.8	\$4,403.00

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TOTAL FEES 227.6 \$86,195.00

Re: Disclosure Statement and Plan
Our File No. 2055557-0270
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

06/28/09 Begin review of draft plan and disclosure statement and analyze issues regarding same
Douglas M. Foley 1.70 hours at 550.00 per hour. \$935.00

06/30/09 Continue review of draft disclosure statement and plan of liquidation and e-mails and conference call with client and debtors professionals regarding same, timing of filing and exclusivity issues
Douglas M. Foley 3.20 hours at 550.00 per hour. \$1,760.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	4.9	\$2,695.00
TOTAL FEES		4.9	\$2,695.00

Re: Employee Benefits/Pensions
Our File No. 2055557-0280
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

06/05/09 Review power of attorney (.7); telephone call to A. Damerow (.5)
Kelly L. Hellmuth 1.20 hours at 285.00 per hour. \$342.00

06/09/09 Durable power of attorney review for C. Brown (.3); draft response letter to Agent's request (.5); e-mail to Mercer K. Johnsen (.5)
Elizabeth A. Diller 1.30 hours at 275.00 per hour. \$357.50

06/25/09 Respond to e-mail from H. Merten regarding status of qualified domestic relations order not completed prior to Y. Harris's termination
Elizabeth A. Diller .80 hours at 275.00 per hour. \$220.00

Timekeeper	Rate/HR	Hours	Fees
Kelly L. Hellmuth	\$285.00	1.2	\$342.00
Elizabeth A. Diller	\$275.00	2.1	\$577.50
TOTAL FEES		3.3	\$919.50

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Re: Intellectual Property Matters

Our File No. 2055557-0310
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

06/04/09	Review docket reminders and prepare correspondence regarding declaration of use deadlines for LIQUID VIDEO, CIRCUIT CITY and CIRCLE LOGO Design and CIRCUIT CITY and Design (.3); e-mail to D. Smith regarding same (.1) telephone call to D. Smith regarding same (.1) Kymberleigh B. Gokey .50 hours at 160.00 per hour.	\$80.00
06/05/09	Conference with K. Gokey to discuss upcoming trademark matters Douglas B. Smith .50 hours at 295.00 per hour.	\$147.50
06/05/09	Meeting with D. Smith regarding outstanding trademark matters and upcoming deadlines Kymberleigh B. Gokey .50 hours at 160.00 per hour.	\$80.00
06/05/09	Receive and review notice from USPTO (.1); note to D. Smith regarding same (.1) Kymberleigh B. Gokey .20 hours at 160.00 per hour.	\$32.00
06/09/09	Receive and review notice of revival for the Mark V (stylized) Douglas B. Smith .20 hours at 295.00 per hour.	\$59.00
06/09/09	Receive and review correspondence from former agent reporting transfer of record (.1); maintain record and file (.1) Kymberleigh B. Gokey .20 hours at 160.00 per hour.	\$32.00
06/11/09	Review docket reminder (.1); review letter of suspension (.1) review status of foreign application causing suspension of this application (.1); e-mail to D. Smith regarding same and follow-up required (.2) Kymberleigh B. Gokey .40 hours at 160.00 per hour.	\$64.00
06/11/09	Review docket reminder and check status of circuitcityvisa.com Kymberleigh B. Gokey .20 hours at 160.00 per hour.	\$32.00

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06/12/09 E-mails and telephone calls with debtors professionals and client regarding follow-up on various trademark issues and relation to systemax sale and timing of filings relating to trademark deadlines
Douglas M. Foley .40 hours at 550.00 per hour. \$220.00

06/12/09 Review docket and outstanding office actions and e-mails regarding same
Janet P. Peyton .30 hours at 460.00 per hour. \$138.00

06/12/09 Review files for ONE PRICE PROMISE, WE'LL HOOK YOU UP, GG GO GREEN, and ONE PRICE PROMISE & Design and conference with J. Peyton and D. Foley
Douglas B. Smith 2.00 hours at 295.00 per hour. \$590.00

06/12/09 Discussions with J. Peyton and D. Smith regarding trademark portfolio (.2); e-mail from J. Peyton regarding transfer of responsibility for marks and review intellectual property schedules (.2); subsequent discussion with D. Smith (.1)
Kymberleigh B. Gokey .50 hours at 160.00 per hour. \$80.00

06/15/09 E-mails with D. Ramsey regarding statement of use due for NEXXTECH (stylized)
Douglas B. Smith .30 hours at 295.00 per hour. \$88.50

06/15/09 Discussion with D. Smith regarding maintenance deadline for NEXXTECH (.1); review record for current status (.1); e-mail to D. Smith regarding same (.1)
Kymberleigh B. Gokey .20 hours at 160.00 per hour. \$32.00

06/16/09 Conference with K. Gokey to discuss Circuit City trademarks transferred in Systemax APA
Douglas B. Smith .20 hours at 295.00 per hour. \$59.00

06/16/09 Discussion with D. Smith regarding IP schedule with regard to sale and follow-up required regarding McGuireWoods trademark representation
Kymberleigh B. Gokey .30 hours at 160.00 per hour. \$48.00

06/17/09 E-mails with D. Ramsey regarding FNANBONLINE trademark renewal
Douglas B. Smith .30 hours at 295.00 per hour. \$88.50

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06/17/09 Review docket reminder (.1); discussion with D. Smith regarding maintenance of mark FNANB ONLINE (.2); prepare correspondence to client regarding same (.1)
Kymberleigh B. Gokey .40 hours at 160.00 per hour. \$64.00

06/17/09 Create chart of marks not included in sale of intellectual property (.4); discussion with D. Smith regarding same (.1)
Kymberleigh B. Gokey .50 hours at 160.00 per hour. \$80.00

06/18/09 E-mails with D. Ramsey and M. Wong regarding renewal of NEXXTECH (stylized) mark
Douglas B. Smith .10 hours at 295.00 per hour. \$29.50

06/19/09 Review and finalize assignment of NEXXTECH (stylized) to Circuit City Stores West Coast, Inc. from InterTAN Limited
Douglas B. Smith .20 hours at 295.00 per hour. \$59.00

06/19/09 E-mail from D. Smith regarding assignment (.1); prepare and assignment for NEXXTECH and Design from InterTAN Canada Ltd. to Circuit City Stores West Coast, Inc. (.4); e-mail to D. Smith regarding express abandonment (.1)
Kymberleigh B. Gokey .60 hours at 160.00 per hour. \$96.00

06/19/09 Telephone call from D. Smith (.1); draft correspondence to client regarding ineffective assignment and abandonment of application for NEXXTECH and e-mail to D. Smith (.2)
Kymberleigh B. Gokey .30 hours at 160.00 per hour. \$48.00

06/22/09 E-mail from J. Peyton regarding client's non-response to office actions for four intent-to-use applications (.1); maintain records regarding non-response (.1)
Kymberleigh B. Gokey .20 hours at 160.00 per hour. \$32.00

06/22/09 E-mail from J. Peyton regarding McGuireWoods maintenance of pending ITU applications (.1); review chart of same (.1)
Kymberleigh B. Gokey .20 hours at 160.00 per hour. \$32.00

06/23/09 E-mail from D. Smith (.1); locate search report for FIREDOG (.1); e-mail same to J. Peyton (.1)
Kymberleigh B. Gokey .30 hours at 160.00 per hour. \$48.00

06/24/09 E-mail from J. Peyton (.1); search records regarding 800.com (.2)
Kymberleigh B. Gokey .30 hours at 160.00 per hour. \$48.00

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06/25/09 Review 800.com files and call to D. Ramsay regarding 800.com files; e-mail correspondence to J. Vonckers regarding renewal of EU trademark registration
Janet P. Peyton .80 hours at 460.00 per hour. \$368.00

06/25/09 E-mail from J. Peyton (.1); review and annotate IP listing from Circuit City in comparison to database (1.0)
Kymberleigh B. Gokey 1.10 hours at 160.00 per hour. \$176.00

06/25/09 Receive and review 800.com files (.4); review previous e-mail correspondence regarding same (.2); meeting with J. Peyton regarding portfolio transfer and related work (3); search Australian database for registered mark (.2)
Kymberleigh B. Gokey 1.10 hours at 160.00 per hour. \$176.00

06/25/09 E-mail to agent in Australia regarding 800.com possible renewal and assignment
Kymberleigh B. Gokey .30 hours at 160.00 per hour. \$48.00

06/26/09 Review and compare Circuit City and McGuireWoods trademark lists and status of pending marks online, revisions to trademark chart and e-mail to D. Ramsey regarding same
Janet P. Peyton 1.20 hours at 460.00 per hour. \$552.00

06/26/09 Receipt e-mail from J. Peyton regarding possibility to renew and transfer the CTM 800.com, review of public register with OHIM and e-mail to J. Peyton regarding possibility to proceed with such renewal and an overview of the steps to be taken
Johan Vonckers 1.00 hours at 275.00 per hour. \$275.00

06/26/09 Conference with K. Gokey to discuss renewal of CIRCUIT CITY
Douglas B. Smith .10 hours at 295.00 per hour. \$29.50

06/26/09 Review status of all trademarks (.6); discussions with J. Peyton (.2); update schedule of marks with current information (1.0)
Kymberleigh B. Gokey 1.80 hours at 160.00 per hour. \$288.00

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06/28/09 E-mail from agent in Australia reporting that 800.com trademark can be assigned and renewed, e-mail to J. Peyton regarding same and e-mail to agent reporting that instructions will follow regarding mark
Kymberleigh B. Gokey .20 hours at 160.00 per hour. \$32.00

06/29/09 E-mail from J. Peyton regarding Canadian trademark law regarding assignments of marks (.1); e-mail to agent requesting clarification of same and e-mail from agent providing clarification (.1)
Kymberleigh B. Gokey .20 hours at 160.00 per hour. \$32.00

06/29/09 E-mail from client regarding asset purchase agreement for 800.com
Kymberleigh B. Gokey .10 hours at 160.00 per hour. \$16.00

06/30/09 Call with D. Ramsay, D. Miller and J. Priest regarding trademark status, review revised trademarks status chart and e-mail to D. Ramsey
Janet P. Peyton 1.20 hours at 460.00 per hour. \$552.00

06/30/09 Conference call with D. Ramsey and J. Peyton
Douglas B. Smith 1.00 hours at 295.00 per hour. \$295.00

06/30/09 E-mail from agent in Australia regarding power of attorney (.1); e-mail to J. Peyton regarding same (.1)
Kymberleigh B. Gokey .20 hours at 160.00 per hour. \$32.00

06/30/09 E-mail to agent requesting power of attorney to effectuate renewal of 800.com in Australia
Kymberleigh B. Gokey .10 hours at 160.00 per hour. \$16.00

06/30/09 Conference call with client to discuss status of all marks for auction (1.0); revise chart of marks to include updates discussed (.8); discussion with D. Smith regarding "SOURCE" marks (.2); discussion with J. Peyton regarding FNANB marks (.2); prepare correspondence to client transmitting same (.2)
Kymberleigh B. Gokey 2.40 hours at 160.00 per hour. \$384.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	0.4	\$220.00
Janet P. Peyton	\$460.00	3.5	\$1,610.00
Douglas B. Smith	\$295.00	4.9	\$1,445.50
Johan Vonckers	\$275.00	1.0	\$275.00
Kymberleigh B. Gokey	\$160.00	13.3	\$2,128.00
TOTAL FEES		23.1	\$5,678.50

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Re: Asset Sales

Our File No. 2055557-0321
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

06/02/09 Revise and update Golden Ring sale motion and
draft notices and orders regarding same and
review and analyze documents regarding same
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

06/17/09 Correspond with debtors' professionals and
draft cover letter for certified order of March
20, 2009 Intertan sale order to Canadian
counsel (.4)
Bryan A. Stark .40 hours at 295.00 per hour. \$118.00

06/26/09 Correspond with debtors' professionals
regarding sale of Virginia Beach property (.5);
review and file motion to sell Virginia Beach
property and notice thereof (.7); correct
notice with correct hearing date and file (.3);
arrange for service of corrected notice and
motion to sell (.2)
Bryan A. Stark 1.70 hours at 295.00 per hour. \$501.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Daniel F. Blanks	\$375.00	0.8	\$300.00
Bryan A. Stark	\$295.00	2.1	\$619.50
TOTAL FEES		2.9	\$919.50

Disbursements and Other Expenses:

Copy Charges	\$937.20
Color Copy Charges	\$15.00
Messenger Service	\$35.65
Long Distance Telephone Charges	\$364.28
05/25/09 Overnite Express Inc. - (Invoice #153300)	\$9.37
05/28/09 GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 05/28/2009	\$14.17
06/02/09 DOUGLAS M. FOLEY - Travel to and from Richmond to attend client meetings, prepare for court hearing and attend IRS refund protest appeal hearing; hotel, mileage, parking	\$768.11
06/02/09 DOUGLAS M. FOLEY - Meeting with team members to discuss hearing preparation; meal	\$103.59
06/02/09 DOUGLAS M. FOLEY - Meeting with team members to discuss Circuit City case strategy; meal	\$90.37

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06/03/09	DANIEL F. BLANKS - Travel to and from Richmond for client meeting; meal, mileage	\$502.99
06/03/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 06/03/2009	\$10.83
06/03/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 06/03/2009	\$4.00
06/04/09	DANIEL F. BLANKS - Transportation for debtors' professionals to and from Circuit City hearings; van service	\$450.00
06/05/09	RESTAURANTEUR, INC. - Working breakfast 5/28/09	\$122.10
06/05/09	RESTAURANTEUR, INC. - Working lunch 5/28/09	\$198.14
06/08/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 06/08/2009	\$26.52
06/08/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 06/08/2009	\$2.19
06/09/09	DOUGLAS M. FOLEY - Travel to and from Richmond for Hearing - 6/3/09; Room, Mileage, and Parking	\$269.00
06/09/09	J&J COURT TRANSCRIBERS, INC. - 5/13/09 Court transcription service	\$178.50
06/09/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 06/09/2009	\$73.55
06/10/09	RESTAURANTEUR, INC. - Working lunch 6/3/09	\$104.34
06/11/09	ARROW TRANSPORTATION - Transportation on May 12, 2009 for attorney D. Foley from McGuireWoods, NY to LaGuardia Airport, NY	\$54.06
06/11/09	FedEx Priority Overnight/Int'l Priority to New York City, NY - Tracking #: 986584519432	\$9.26
06/12/09	FedEx Priority Overnight/Int'l Priority to Los Angeles, CA - Tracking #: 986584519502	\$14.13
06/12/09	FedEx Priority Overnight/Int'l Priority to Richmond, VA - Tracking #: 986584519498	\$7.50
06/12/09	DANIEL F. BLANKS - Travel to and from Richmond for hearings; hotel, meals, mileage	\$336.18
06/12/09	FedEx Priority Overnight/Int'l Priority to Glen Allen, VA - Tracking #: 986584519476	\$7.50
06/12/09	DOUGLAS M. FOLEY - Travel to and from Richmond to discuss hearing; hotel, meals, mileage, parking	\$590.75
06/12/09	FedEx Priority Overnight/Int'l Priority to Glen Allen, VA - Tracking #: 986584519465	\$7.50
06/12/09	FedEx Priority Overnight/Int'l Priority to Wilmington, DE - Tracking #: 986584519487	\$9.26
06/15/09	COOK & WILEY, INC. - Transcription services for auction on 6/3/09	\$170.80
06/15/09	COOK & WILEY, INC. - Deposition transcript (K. Brown)	\$279.80
06/16/09	DANIEL F. BLANKS - Ride receipt for Circuit City hearing - TNT - 6/9/09; shuttle van	\$360.00

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06/16/09	DANIEL F. BLANKS - Travel to Richmond to discuss and prepare for Circuit City Omni hearings - 6/9-6/10/09; hotel, meals, and mileage	\$668.05
06/17/09	FedEx Priority Overnight/Int'l Priority to Toronto, ON CA - Tracking #: 423311575786	\$31.15
06/17/09	FedEx Priority Overnight/Int'l Priority to New Haven, CT - Tracking #: 986584519590	\$11.75
06/17/09	RESTAURANTEUR, INC. - Working breakfast 6/9/09	\$79.92
06/17/09	RESTAURANTEUR, INC. - Working lunch 6/9/09	\$131.54
06/18/09	DANIEL F. BLANKS - Travel to and from Omni in Richmond for meeting with client; hotel, meal, mileage	\$316.84
06/18/09	LOS ANGELES COUNTY SHERIFF - Fee for levy judgment debtor's account	\$30.00
06/19/09	DOUGLAS M. FOLEY - Travel to and from Richmond to attend meetings regarding case and claims strategy; hotel, mileage, parking	\$435.37
06/19/09	DOUGLAS M. FOLEY - Business dinner to discuss joint case and claim strategy and marketing initiative	\$238.10
06/23/09	FedEx Priority Overnight/Int'l Priority to New York City, NY - Tracking #: 423311577506	\$9.26
06/25/09	BRYAN A. STARK - US Bankruptcy Court copies	\$32.50
06/29/09	ESQUIRE - Original transcript - Telephonic appearance fee	\$472.60
	TOTAL EXPENSES	\$8,583.72

Summary of Fees and Expenses:

Total Fees for all Matters:	\$280,523.50
Total Expenses for all Matters:	<u>\$8,583.72</u>
Total for this Invoice:	<u>\$289,107.22</u>